

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Grant of Security Interest		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Houghton International Inc.		12/19/2007	CORPORATION: PENNSYLVANIA
RECEIVING PARTY DATA			
Name:	The Governor and Company of the Bank of Ireland		
Street Address:	Bank of Ireland Corporate Banking, Head Office, B-2		
Internal Address:	Lower Baggot Street		
City:	Dublin 2		
State/Country:	IRELAND		
Entity Type:	Collateral Agent:		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	1532508	HOUGHTO-BOND	
CORRESPONDENCE DATA			
Fax Number:	(212)354-8113		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	212-819-8200		
Email:	trademarkdocket@whitecase.com		
Correspondent Name:	Matthew Bart		
Address Line 1:	White & Case LLP		
Address Line 2:	1155 Avenue of the Americas		
Address Line 4:	New York, NEW YORK 10036		
ATTORNEY DOCKET NUMBER:	1127793-0010		
DOMESTIC REPRESENTATIVE			
Name:			
Address Line 1:			
Address Line 2:			

CH \$40.00 1532508

900100903

TRADEMARK
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Address Line 3:

Address Line 4:

NAME OF SUBMITTER:

Matthew Bart

Signature:

/Matthew Bart/

Date:

03/06/2008

Total Attachments: 4

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**GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS**

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, Houghton International Inc., a Pennsylvania corporation (the “Grantor”) with principal offices at 1100 La Grange Blvd., Atlanta, GA, 30134, hereby grants to The Governor and Company of the Bank of Ireland, as Collateral Agent, with principal offices at Bank of Ireland Corporate Banking, Head Office, B-2, Lower Baggot Street, Dublin 2, Republic of Ireland (the “Grantee”), a continuing security interest in (i) all of the Grantor’s right, title and interest in, to and under to the United States trademarks, trademark registrations and trademark applications (the “Marks”) set forth on Schedule A attached hereto, (ii) all Proceeds (as such term is defined in the Guaranty and Collateral Agreement referred to below) and products of the Marks, (iii) the goodwill of the businesses with which the Marks are associated and (iv) all causes of action arising prior to or after the date hereof for infringement of any of the Marks or unfair competition regarding the same.

THIS GRANT is made to secure the satisfactory performance and payment of all the Obligations of the Grantor, as such term is defined in the Guaranty and Collateral Agreement among the Grantor, the other assignors from time to time party thereto and the Grantee, dated as of December 19, 2007 (as amended, modified, restated and/or supplemented from time to time, the “Guaranty and Collateral Agreement”).

This Grant has been granted in conjunction with the security interest granted to the Grantee under the Guaranty and Collateral Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Guaranty and Collateral Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Grant are deemed to conflict with the Guaranty and Collateral Agreement, the provisions of the Guaranty and Collateral Agreement shall govern.

[Remainder of this page intentionally left blank; signature page follows]

IN WITNESS WHEREOF, the undersigned have executed this Grant as of the 19 day of
December, 2007.

HOUGHTON INTERNATIONAL INC., Grantor

By David H. Hays
Name: David H. Hays
Title: Vice President

Trademark Security Agreement - Houghton International Inc.

NEWYORK 6405159 (2K)

TRADEMARK
REEL: 003733 FRAME: 0324

THE GOVERNOR AND COMPANY OF THE
BANK OF IRELAND,
as Collateral Agent and Grantee

By Michael A. Gahlin
Name: Michael A. Gahlin
Title: Director

By James J. Gahlin
Name: James J. Gahlin
Title: Director

Trademark Security Agreement - Houghton International Inc.

NEW YORK 609199 (28)

TRADEMARK
REEL: 003733 FRAME: 0325

SCHEDULE A

<u>Trademark</u>	<u>Record Owner</u>	<u>Registration/Serial No.</u>
Houghto Bond	Houghton International, Inc.	1,532,508